

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MASSACHUSETTS**

In re: COSI, INC., *et al.*,¹ Debtors. : Chapter 11 : Case No. 16-13704 (MSH) : (Jointly Administered) :X

NOTICE OF APPEARANCE AND REQUEST FOR SERVICE OF PAPERS

PLEASE TAKE NOTICE that, pursuant to Rules 2002, 9007 and 9010(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Sections 102(1) and 1109(b) of title 11 of the United States Code (the “Bankruptcy Code”), the law firm of Brown Rudnick LLP hereby enters its appearance in the above-referenced chapter 11 case (the “Chapter 11 Case”) as counsel for AB Opportunity Fund LLC (“AB Opportunity”), AB Value Partners, L.P. (“AB Value”) and one or more entities affiliated with MILFAM II L.P. (“Milfam” and together with AB Opportunity and AB Value, or any other lender entity designated by AB opportunity, AB Value or Milfam to be a lender under the DIP Loan Agreement (collectively, the “DIP Lenders”), and creditors, and hereby requests that all notices given or required in the Chapter 11 Case, and all documents, and all other papers served in the Chapter 11 Case, be given to and served upon the following:

¹ The Debtors in these chapter 11 cases, along with the last four digits of the federal tax identification number for each of the Debtors, are Cosi, Inc. (3745), Xando Cosi of Maryland, Inc. (2196), Cosi Sandwich Bar, Inc. (0910), Hearthstone Associates, LLC (6267), and Hearthstone Partners, LLC (9433). The Debtors’ corporate offices are located at 294 Washington Street, Suite 510, Boston, MA 02108.

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PLEASE TAKE FURTHER NOTICE that, pursuant to Section 1109(b) of the Bankruptcy Code, the foregoing request includes not only the notices and papers referred to in the provisions of the Bankruptcy Code and Bankruptcy Rules specified above, but also includes, without limitation, orders and notices of any application, motion, petition, pleading, request, complaint or demand, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, delivery, telephone, electronically or otherwise, which affects or pertains to the Debtors, the property of the Debtors or their chapter 11 estates.

PLEASE TAKE FURTHER NOTICE that neither this notice nor any later appearance, pleading, claim or suit shall waive the DIP Lenders' rights (1) to have final orders in non-core matters entered only after *de novo* review by a United States District Court, (2) to trial by jury in any proceeding so triable in this case or any case, controversy, or proceeding related to this case, (3) to have a United States District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, or (4) to any other rights, claims, actions, defenses, setoffs or recoupments to which the DIP Lenders are, or may be, entitled under agreements, in law or in equity, all of which rights, claims, actions, defenses, setoffs and recoupments are expressly reserved.

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Dated: September 28, 2016
Boston, Massachusetts

BROWN RUDNICK LLP

By: /s/ William R. Baldiga
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Counsel for AB Opportunity Fund LLC (“AB Opportunity”), AB Value Partners, L.P. (“AB Value”) and one or more entities affiliated with MILFAM II L.P. (“Milfam” and together with AB Opportunity and AB Value, or any other lender entity designated by AB opportunity, AB Value or Milfam to be a lender under the DIP Loan Agreement

CERTIFICATE OF SERVICE

The undersigned certifies that on September 28, 2016, the foregoing Notice of Appearance was filed electronically, and therefore was sent by email to those receiving CM/ECF notices from the Court's electronic filing system. I further certify that I have caused to be mailed a copy by prepaid first class U.S. mail to the following parties on this 28th day of September, 2016.

Joseph H. Baldiga, Esq.
Paul W. Carey, Esq.
Mirick, O'Connell, De Mallie & Lougee, LLP
100 Front Street
Worcester, MA 01608-1477

and

U.S. Department of Justice
Office of the U.S. Trustee
5 Post Office Square, Suite 1000
Boston, MA 02109

/s/ William R. Baldiga
William R. Baldiga

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